

MIT 6196

ASSIGNMENT

In consideration of One Dollar (\$1.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, Children's Hospital Medical Center Corp., having a place of business at 55 Stuart Street, Boston, MA 02115, hereinafter referred to as the ASSIGNOR, hereby

Sells, assigns and transfers to the Massachusetts Institute of Technology, having a place of business at 77 Massachusetts Avenue, Cambridge, MA 02139, its successors, assigns and legal representatives, collectively hereinafter referred to as the ASSIGNEE, an undivided one-half interest, for the United States and all foreign countries, in and to any and all inventions which are disclosed in a United States Letters Patent issued September 16, 1997, Serial No. 5,667,778, entitled "Injectable Bladder Muscle Cells-Polymer Suspension for Treatment of Vesicoureteral Reflux and Incontinence" and in and to said patent and all divisional, continuing, substitute, renewal, reissue and all other applications for Letters Patent which have been or shall be filed in the United States and all foreign countries on any of said inventions; and in and to all original and reissued patents which have been or shall be issued in the United States and all foreign countries on said inventions including the right to apply for patent rights in each foreign country and all rights to priority.

Agrees that the ASSIGNEE may participate in the application for Letters Patent for said inventions jointly with said ASSIGNOR; and when requested, agrees to carry out in good faith the intent and purpose of this assignment by cooperating with the filing of all divisional, continuing, substitute, renewal, reissue, and all other patent applications on any and all said inventions, by causing all rightful oaths, assignments, powers of attorney and other papers to be properly executed, by communicating to the ASSIGNEE all facts known to the ASSIGNOR relating to said inventions and the history thereof, and generally by doing everything possible which the ASSIGNEE shall consider desirable for aiding in securing and maintaining proper patent protection for said inventions and for vesting title to said inventions and all applications for patents and all patents on said inventions, in the ASSIGNEE.

Requests the Honorable Commissioner of Patents and Trademarks to issue said Letters Patents jointly to the ASSIGNEE and the ASSIGNOR.

Covenants with the ASSIGNEE that no assignment, grant, mortgage, license or other agreement affecting the rights and property herein conveyed has been made to others by the ASSIGNOR, and that full right to convey the same as herein expressed is possessed by the ASSIGNOR.

IN WITNESS WHEREOF, the ASSIGNOR has caused this Assignment to be executed by its duly authorized representative as of July 20 1999.

Children's Medical Center Corp.

By: [Signature]

Name:

Title:

Brenda Manning

Witnessed by:

[Signature]

Witnessed by:

Exchange 3027794.1